THE TRENDLINES GROUP LTD.
(Incorporated in Israel)
(the "**Company**")

MINUTES OF SPECIAL GENERAL MEETING

DETAILS	:	Held "live" through an audio-and-video webcast and an audio-only feed pursuant to the Joint Statement dated 13 April 2020 issued by ACRA, MAS and SGX RegCo
DATE	:	Wednesday, 17 June 2020
TIME	:	1:50 p.m. (Singapore time) (immediately after the conclusion or adjournment of the Annual General Meeting of the Company held before the Meeting. The Annual General Meeting concluded at around 1:50 p.m.)
PRESENT	:	Please see Attendance List attached hereto
CHAIRMAN	:	Prof. Hang Chang Chieh

CHAIRMAN

Prof. Hang Chang Chieh took the chair of the Special General Meeting of The Trendlines Group Ltd. ("**SGM**") and extended a warm welcome to all present and acknowledged the attendance of shareholders at the SGM by way of electronic means.

QUORUM

As a quorum was present, the Chairman declared the SGM opened at 1:50 p.m. and introduced the Directors and key management team who were attending the SGM "live" through an audio-and-video webcast and an audio-only feed from different parts of the world.

NOTICE

The Notice of the SGM dated 12 May 2020 convening the "live" SGM, having been previously circulated to the Shareholders, was taken as read.

INTRODUCTION

The Chairman informed the meeting that:

(a) To ensure the safety and health of all Shareholders, and also to adhere to the Government measures on social distancing measures, this year's SGM for the Company was being held "live" through an audio-and-video webcast and an audio-only feed.

(b) The Directors and key management team were present "live" through an audio-and-video webcast and an audio-only feed.

(c) Shareholders would not be able to ask questions in relation to the agenda of the SGM during this "live" SGM audio-and-video webcast and audio-only feed and there would not be any "live" voting on the resolutions during the SGM.

(d) All votes on the resolutions tabled at the SGM would be by proxy and only the Chairman of the meeting may be appointed as a proxy. In line with Article 31 of the Company's Articles of Association and Rule 730A of the Catalist Rules, all resolutions tabled at the SGM would be voted by poll and counted based on the proxy forms that were submitted to the Company at least 48 hours before the SGM by either post or electronically via email.

(e) In accordance with SGX RegCo's guidance issued on 13 April 2020 on the conduct of general meetings during this circuit breaker period, the Company had made an announcement on 12 May

2020 informing all Shareholders to (a) submit to the Company their questions in relation to the agenda of the SGM either by post or electronically via email by the submission deadline of 8 June 2020; and (b) submit to the Company their proxy forms appointing the Chairman of the SGM as their proxy to cast votes on their behalf at least 48 hours before the SGM by either post or electronically via email. Notwithstanding the above, he shall have the right to waive the time requirement provided above with respect to all instruments of proxies and to accept any and all instruments of proxy until the beginning of the SGM.

(f) He had been appointed by numerous Shareholders as proxy, in his capacity as Chairman of the SGM, and would be voting in accordance with their instructions. All motions would be proposed by him in his capacity as Chairman of the SGM and there would be no calling of seconder. Validity of the proxies submitted by the Shareholders by the submission deadline had been reviewed and the votes of all such valid proxies have been counted and verified by DrewCorp Services Pte Ltd, who have been appointed as scrutineers for the poll.

(g) The Company had made an announcement on 12 June 2020 on the responses to all questions received from the Shareholder and would be addressed by him. A copy of the responses on received questions can be viewed below in the Questions and Answer Session.

(h) The Minutes of this SGM would be announced via SGXNet and uploaded on the Company's website within seven (7) days from the date of this SGM.

QUESTION AND ANSWER SESSION

The Chairman addressed the question received from the Shareholders. a copy of the responses to the questions are published in this link.

BUSINESS OF MEETING

The Chairman proceeded with the formal business of the "live" SGM. All the resolutions and poll voting results were presented during the SGM.

Based on the requirements under the Israeli Company Laws, Ordinary resolutions 1 and 2 as set out in the Notice of SGM would require a simple majority and a special majority to be carried and passed.

Ordinary resolutions 1 and 2 set out below were duly passed.

ORDINARY BUSINESS:

1. RE-ELECTION OF MESSRS. DAVID TODD DOLLINGER AND STEPHEN LOUIS RHODES TO SERVE AS CHAIRMEN OF THE BOARD OF DIRECTORS - ORDINARY RESOLUTION 1

Upon re-election, Messrs. David Todd Dollinger and Stephen Louis Rhodes will serve as Chairmen of the Board of Directors.

In accordance with the Israeli Companies Law, the Chief Executive Officers ("CEOs") or relatives of CEOs shall not serve as Chairmen of the Board, unless so approved by a special majority of shareholders.

Under the Israeli Companies Law, Messrs. David Todd Dollinger and Stephen Louis Rhodes and their associates may vote on this matter despite them having a personal interest in the resolution. However, their votes will only be counted in respect of satisfying the simple majority of 50.01% approval condition as required under Israeli laws.

For this motion to be carried, it would require the following to be carried:

(i) a simple majority of 50.01%; and

(ii) a special majority of 50.01% (which exclude the votes of controlling shareholders and shareholders who have personal interest in such resolution).

The Ordinary Resolution 1 as set out in the Notice of SGM was proposed by the Chairman, the motion was put to vote and the results of the poll for Ordinary Resolution 1 were as follows:

FOR		**AGAINST**		**TOTAL**	
No. of Units	As a percentage of total no. of votes for the resolution (%)	No. of Units	As a percentage of total no. of votes against the resolution (%)[1]	Total no. of units represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
Table A: In respect of simple majority[2] requirement					
332,929,972	100%	0	0.00%	332,929,972	100%
Table B: In respect of special majority[3] requirement					
112,282,933	100%	0	0.00%	112,282,933	100%

The Chairman noted that the resolution was passed by both a simple majority as reflected in Table A above, and by a special majority (which includes both the majority of the special majority shares voting

Based on the results of the poll as set out in Tables A and B, the motion was declared carried by the Chairman and it was RESOLVED:

> *"That Messrs. David Todd Dollinger and Stephen Louis Rhodes be appointed to serve as the Chairmen of the Board of Directors of the Company."*

2. AMENDMENT OF THE EMPLOYMENT AGREEMENTS OF THE COMPANY'S CEOs, MESSRS. DAVID TODD DOLLINGER AND STEPHEN LOUIS RHODES – ORDINARY RESOLUTION 2

The amendment of the employment agreements of the Company's CEOs, if approved would enable the Company to amend the terms of their employment agreements on terms set out in the Circular dated 12 May 2020.

Under the Israeli Companies Law, Messrs. David Todd Dollinger and Stephen Louis Rhodes and their associates may vote on this matter despite them having a personal interest in the resolution. However, their votes will only be counted in respect of satisfying the simple majority of 50.01% approval condition as required under Israeli laws.

For this motion to be carried, it would require the following to be carried:

(i) a simple majority of 50.01%; and
(ii) a special majority of 50.01% (which exclude the votes of controlling shareholders and shareholders who have personal interest in such resolution).

The Ordinary Resolution 2 as set out in the Notice of SGM was proposed by the Chairman, the motion was put to vote and the results of the poll for Ordinary Resolution 2 were as follows:

[1] Total voting shares in the Company being 791,191,382 ordinary shares.
[2] Simple majority exceeding 50% of the votes cast to be carried (abstentions disregarded).
[3] Shares held by shareholders who are non-controlling and without personal interest.

FOR		**AGAINST**		**TOTAL**	
No. of Units	As a percentage of total no. of votes for the resolution (%)	No. of Units	As a percentage of total no. of votes against the resolution (%)[1]	Total no. of units represented by votes for and against the resolution	As a percentage of total no. of votes for and against the resolution (%)
Table C: In respect of simple majority[2] requirement					
332,929,972	100%	0	0.00%	332,929,972	100%
Table D: In respect of special majority[3] requirement					
112,282,933	100%	0	0.00%	112,282,933	100%

The Chairman noted that the resolution was passed by both a simple majority as reflected in Table C above, and by a special majority (which includes both the majority of the special majority shares voting

Based on the results of the poll as set out in Tables C and D, the motion was declared carried by the Chairman and it was RESOLVED:

> *"That the amendment of the Employment Agreements of the Company's CEOs, Messrs. David Todd Dollinger and Stephen Louis Rhodes in the manner as set out in the Company's Circular to shareholders dated 12 May 2020 be approved".*

CONCLUSION

There being no other business, the Chairman declared the SGM of the Company closed at 2:05 p.m.

The Chairman thanked everyone for their attendance and support at this SGM and wished everyone good health during this uncertain and exceptional period.

Confirmed as True Record of the Proceedings Held

Prof. Hang Chang Chieh
Chairman of the SGM

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SPECIAL GENERAL MEETING

ATTENDANCE LIST
(Directors and Management)

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DATE : Wednesday, 17 June 2020

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No.	Name	Position
1	Prof. Hang Chang Chieh	Chairman, Independent Director
2	David Todd Dollinger	Chairman of the Board, Chief Executive Officer
3	Stephen Louis Rhodes	Chairman of the Board, Chief Executive Officer
4	Haim Brosh	Chief Financial Officer, Joint Company Secretary